

UNITED STATES BANKRUPTCY COURT
District of Utah**Notice of Chapter 11 Bankruptcy Case, Meeting of Creditors, & Deadlines**

A chapter 11 bankruptcy case concerning the debtor Corporation listed below was filed on 9/16/13.

You may be a creditor of the debtor. **This notice lists important deadlines.** You may want to consult an attorney to protect your rights. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below. **NOTE:** The staff of the bankruptcy clerk's office cannot give legal advice. Creditors — Do not file this notice in connection with any proof of claim you submit to the court.

See Reverse Side For Important Explanations

Debtor(s) (name(s) used by the debtor(s) in the last 8 years, including married, maiden, trade, and address):

Mineral Resources International Inc.
1990 West 3300 South
Ogden, UT 84401Case Number:
13-30606 RKMTaxpayer ID/Employer ID/Other Nos.:
87-0557701

Attorney for Debtor(s) (name and address):

Tyler Hawkes
The Rudd Firm, PC
201 S. Main Street,
Suite 275
Salt Lake City, UT 84111
Telephone number: (801) 676-5337**Meeting of Creditors**Date: **October 24, 2013**Time: **02:00 PM**Location: **405 South Main Street, Suite 250, Salt Lake City, UT 84111****Deadlines to File a Proof of Claim**Proof of claim must be *received* by the bankruptcy clerk's office by the following deadline:For all creditors (except a governmental unit): **1/22/14**For a governmental unit (except as otherwise provided
in Fed. R. Bankr. P. 3002 (c)(1): **3/17/14**A Proof of Claim form may be obtained from any U.S. Bankruptcy Court nationwide or via the court's website at www.utb.uscourts.gov**Creditor with a Foreign Address**

A creditor to whom this notice is sent at a foreign address should read the information under "Claims" on the reverse side.

Deadline to File a Complaint to Determine Dischargeability of Certain Debts:**Creditors May Not Take Certain Actions:**

In most instances, the filing of the bankruptcy case automatically stays certain collection and other actions against the debtor and the debtor's property. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized. Consult a lawyer to determine your rights in this case.

Address of the Bankruptcy Clerk's Office:350 South Main #301
Salt Lake City, UT 84101
Telephone number: (801) 524-6687**For the Court:**Clerk of the Bankruptcy Court:
David A. Sime

Hours Open: 8:00 AM – 4:30 PM; Telephone 8:00 AM – 4:30 PM

Date: 9/18/13

Online Information

Case information is available at no charge on our Voice Case Information System (VCIS). Call 1-866-222-8029 #85 with your touch-tone telephone. Case information is also available on the Internet using our PACER service for a \$.10/page fee. An account is required. Visit our homepage at www.utb.uscourts.gov for details.

Rec'd
9-25-13

EXPLANATIONS

FORM RAB91F (12/12)

Filing of Chapter 11 Bankruptcy Case	A bankruptcy case under Chapter 11 of the Bankruptcy Code (title 11, United States Code) has been filed in this court by or against the debtor(s) listed on the front side, and an order for relief has been entered. Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the court. You may be sent a copy of the plan and a disclosure statement telling you about the plan, and you might have the opportunity to vote on the plan. You will be sent notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the debtor's property and may continue to operate any business.
Legal Advice/Note	The staff of the bankruptcy clerk's office cannot give legal advice. Consult a lawyer to determine your rights in this case. Important notice to individual debtor(s): All individual debtor(s) must provide picture identification and proof of social security number to the trustee at the meeting of creditors. Failure to do so may result in your case being dismissed.
Creditors Generally May Not Take Certain Actions	Prohibited collection actions are listed in Bankruptcy Code § 362. Common examples of prohibited actions include contacting the debtor by telephone, mail or otherwise to demand repayment; taking actions to collect money or obtain property from the debtor; repossessing the debtor's property; and starting or continuing lawsuits or foreclosures. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay.
Meeting of Creditors	A meeting of creditors is scheduled for the date, time and location listed on the front side. <i>The debtor's representative must be present at the meeting to be questioned under oath by the trustee and by creditors.</i> Creditors are welcome to attend, but are not required to do so. The meeting may be continued and concluded at a later date specified in a notice filed with the court. The court, after notice and a hearing, may order that the United States trustee not convene the meeting if the debtor has filed a plan for which the debtor solicited acceptances before filing the case.
Claims	A Proof of Claim is a signed statement describing a creditor's claim. A Proof of Claim form may be obtained from any U.S. Bankruptcy Court nationwide or via the court's website at www.utb.uscourts.gov . You may look at the schedules that have been or will be filed at the bankruptcy clerk's office. If your claim is scheduled and is not listed as disputed, contingent, or unliquidated, it will be allowed in the amount scheduled unless you filed a Proof of Claim or you are sent further notice about the claim. Whether or not your claim is scheduled, you are permitted to file a Proof of Claim. If your claim is not listed at all or if your claim is listed as disputed, contingent, or unliquidated, then you must file a Proof of Claim by the "Deadline to File Proof of Claim" listed on the front side, or you might not be paid any money on your claim and may be unable to vote on the plan. A secured creditor retains rights in its collateral regardless of whether that creditor files a Proof of Claim. Filing a Proof of Claim submits the creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a Proof of Claim may surrender important nonmonetary rights, including the right to a jury trial. Filing Deadline for a Foreign Creditor: The deadlines for filing claims set forth on the front of this notice apply to all creditors. If this notice has been mailed to a creditor at a foreign address, the creditor may file a motion requesting the court to extend the deadline. Do not include this notice with any filing you make with the court.
Discharge of Debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See Bankruptcy Code § 1141(d). A discharge means that you may never try to collect the debt from the debtor, except as provided in the plan. If you believe that a debt owed to you is not dischargeable under Bankruptcy Code § 1141(d)(6)(A), you must start a lawsuit by filing a complaint in the bankruptcy clerk's office by the "Deadline to File a Complaint to Determine Dischargeability of Certain Debts" listed on the front side. The bankruptcy clerk's office must receive the complaint and any required filing fee by that Deadline.
Dismissal	This case may be dismissed unless a written objection to dismissal is filed by the debtor, a creditor or party in interest within 21 days after a creditors meeting, if the debtor(s) or debtor's counsel fail to attend the creditors meeting or fail to timely file required documents pursuant to Local Rules 2003-1, 1007-1. A hearing on the objection to dismissal must be set at the time the objection is filed and notice of the hearing must be sent to the trustee, all creditors and parties of interest or the case shall be dismissed.
Bankruptcy Clerk's Office	Any paper that you file in this bankruptcy case should be filed at the bankruptcy clerk's office at the address listed on the front side. You may inspect all papers filed, including the list of the debtor's property and debts and the list of the property claimed as exempt, at the bankruptcy clerk's office.
Creditor with a Foreign Address	Consult a lawyer familiar with United States bankruptcy law if you have any questions regarding your rights in this case.
-- Refer to Other Side for Important Deadlines and Notices --	

Tyler Hawkes (13063)
THE RUDD FIRM, P.C.
357 W. 200 S., Ste. 200
Salt Lake City, UT 84101
Telephone: (801) 676-5337/Fax: (801) 532-8400
Email: tyler@ruddfirm.com

Attorneys for Debtors

RECEIVED
SEP 24 2013
DIV. OF OIL, GAS & MINING

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH

In re: MINERAL RESOURCES INTERNATIONAL, INC.	Bankruptcy No. 13-30606 Chapter 13 Filed Electronically
Debtor(s).	

**NOTICE OF DEBTOR'S MOTION FOR ORDERS AUTHORIZING 1) USE OF
CASH COLLATERAL; 2) PAYMENT OF PREPETITION PAYROLL
CREDITORS; 3) PAYMENT OF ADEQUATE PROTECTION TO SALT LAKE
MINERALS LLC; AND 4) PAYMENT OF REASONABLE COMPENSATION
TO MANAGEMENT**

NOTICE OF HEARING

(Objection Deadline: September 24, 2013)

PLEASE TAKE NOTICE that the Debtor has filed with the United States
Bankruptcy Court for the District of Utah, a Motion for Orders Authorizing 1) Use of
Cash Collateral; 2) Payment of Prepetition Payroll Creditors; 3) Payment of Adequate
Protection to Salt Lake Minerals LLC; and 4) Payment of Reasonable Compensation to
Management.

YOUR RIGHTS MAY BE AFFECTED. You should read these papers carefully and discuss them with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.

By the motion debtor seeks orders authorizing use of cash collateral, payment of prepetition payroll creditors, payment of adequate protection to Salt Lake Minerals LLC, payment of reasonable compensation to management..

If you do not want the Court to grant the relief requested in the Objection then you or your attorney must do the following:

If you do not want the Court to grant the requested relief, then you or your attorney must:

(1) on or before September 24, 2013 file with the Bankruptcy Court a written Objection and Request for Hearing, explaining your position, at:

United States Bankruptcy Court
350 South Main Street, Room 301
Salt Lake City, UT 84101

If you mail your objection to the Bankruptcy Court for filing you must mail it early enough so that the Court will receive it on or before September 24, 2013. You must also mail a copy to the undersigned counsel at:

Tyler Hawkes
357 W 200 S, #200
Salt Lake City, UT 84101

(2) attend a hearing on September 25, 2013 at 11:30 AM in Courtroom 369, United States Bankruptcy Court, 350 S Main, Salt Lake City, UT 84104. **There will no further notice of the hearing** and failure to attend the hearing will be deemed a waiver of your objection.

If you or your attorney do not take these steps, the Bankruptcy Court may decide that you do not oppose the relief sought in the Objection and may enter an order granting that relief. In the absence of a timely filed objection, the undersigned counsel may and will ask the Court to strike the hearing enter an order approving the Objection without hearing.

DATED this 25th day of September, 2013.

/s/ Tyler Hawkes
Counsel for Debtor

CERTIFICATE OF MAILING

I hereby certify that on September 20, 2013, I caused a copy of the foregoing Notice of Hearing to be sent on all parties listed on the 20 Largest Unsecured Claims list and the following:

US Trustee
Laurie Cayton

via ECF

Salt Lake Minerals LLC
950 W. Kershaw Ave., Unit F
Ogden, UT 84401

via First-Class Mail

THE RUDD FIRM, PC

/s/

Tyler D. Hawkes, Esq. (13063)
THE RUDD FIRM, PC
201 S. Main Street, Ste. 275
Salt Lake City, UT 84111
Tel: (801) 676-5337
Fax: (801) 532-8400
tyler@ruddfirm.com

Attorney for Debtor

RECEIVED

SEP 24 2013

DIV. OF OIL, GAS & MINING

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH
CENTRAL DIVISION**

In re:	Case No. 13-30606
MINERAL RESOURCES INTERNATIONAL, INC.	Chapter 11
Debtors.	Filed Electronically
	Judge: R. Kimball Mosier

**DEBTOR'S MOTION PURSUANT FOR ORDERS AUTHORIZING 1) USE OF
CASH COLLATERAL; 2) PAYMENT OF PREPETITION PAYROLL
CREDITORS; 3) PAYMENT OF ADEQUATE PROTECTION TO SALT LAKE
MINERALS LLC; AND 4) PAYMENT OF REASONABLE COMPENSATION
TO MANAGEMENT**

Mineral Resources International, Inc. ("MRI" or "debtor" herein) debtor and debtor-in-possession in the above captioned Chapter 11 case, hereby moves the court pursuant to 11 USC § 363 for orders authorizing 1) the use of cash collateral; 2) Payment of prepetition payroll creditors; 3) Payment of adequate protection to Salt Lake Minerals LLC; and 4) Payment of reasonable compensation to management as follows:

JURISDICTION AND VENUE

1. The above-referenced bankruptcy case was commenced by the filing of a voluntary petition under Chapter 11 of the Bankruptcy Code on September 16, 2013.

Mineral Resources International, Inc., continues as debtor and debtor-in-possession in said case since the filing of the same. No trustee or creditors' committee has been appointed in this case.

2. This court has jurisdiction over this motion pursuant to 28 USC §§ 157 and 1334. Venue is proper pursuant to 28 USC §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 USC § 157(b)(2).

RELIEF REQUESTED

3. The debtor seeks an order authorizing use of cash collateral, i.e. cash from wires, credit and debit cards, and checks generated from the sales of products derived from bulk concentrated mineral brine subject to a Prejudgment Writ of Attachment ("Attached Brine"), attached as Exhibit "A", in order to allow the debtor to continue viable business operations.

4. A core part of these business operations are the current employees working in the business. In order to retain these employees and remain in business, the debtor must be able to pay one week of prepetition wage claims.

5. As a sign of good faith, the debtor wishes to propose an adequate protection replacement lien to Salt Lake Minerals LLC ("SLM") as outlined below on the value of the Attached Brine. This will allow the debtors to continue business operations with minimal disruption, and allow for protection of any secured claim of SLM on the Attached Brine or proceeds.

6. Among the key employees working in the debtor business on a daily level are principals and owners within the business that rely upon the business for a livelihood. These owners and managers have received reasonable compensation in the past, and the

debtor believes that it is reasonable and necessary, and in the best interest of unsecured creditors, to allow this compensation to continue unabated as long as viable business operations exist. Thus the debtor seeks approval of similar compensation structures to continue at least until a Chapter 11 Plan of Reorganization is confirmed.

BACKGROUND

7. The debtor registered to do business on December 26, 1995. The debtor commenced production and sales of health products derived from minerals harvested from the Great Salt Lake. The debtor's business has continued since that time with steady growth and movement into markets around the world. Debtor's assets include intellectual property, real estate, machinery and equipment, inventory, work-in-process, and accounts receivable.

8. Over the last several years, debtor became embroiled in substantial litigation with a competitor, SLM, on a number of legal matters. This litigation resulted in a judgment in favor of SLM in an amount of approximately \$970,000 ("Judgment"). Prior to entry of a final verdict in the matter, the trial court issues a Prejudgment Writ of Attachment that secured the bulk concentrated mineral brines used by the debtor in the production of their materials. This judgment represents the biggest debt of any creditor by a large margin.

9. This writ, together with the final judgment, put debtor in a very difficult situation to continue operation of its business. The writ required that the debtor set aside a portion of the sales of its products for the payment of the Judgment.

10. The debtor has filed a number of post-judgment motions and appeals in state court requesting vacating the judgment for a number of reasons. These motions are still pending and the success or failure of these motions will have a large impact on the

outcome of this case.

11. While the debtor feels the judgment to be invalid, it wishes to remain in compliance with court orders in the interim including the proper accounting and use of the Attached Brine in the operation of its business. In order to do this, the debtor must be allowed to sell its products and continue operations.

CASH COLLATERAL

12. By this Motion, debtor seeks interim authority to use the cash collateral of SLM. The Attached Brine represents nearly all of the raw product used by the debtor for the production of its products. Without being able to use this product, and the proceeds of its sales, the debtor would be unable to fund the post-petition operations of the debtor. Debtor is not requesting or proposing any "extraordinary relief" as defined in Local Rule 4001-2(a)(1).

13. The debtor's use of cash collateral is essential to debtor's reorganization success in that debtor needs all of its cash generated by its accounts receivable to pay for debtor's post-petition operating expenses.

14. Specifically, the debtor must be able to use cash collateral to pay for all necessary post-petition operating expenses including wages, commissions, taxes, utilities, lease, raw materials, inventory, and other normal and necessary operating expenses of its mineral supplement production.

15. Approval of the use of cash collateral is necessary to enable debtor to acquire the necessary inventory and pay essential operating costs. Absent the availability of cash collateral, the debtor will not be able to acquire materials or inventory, or pay for the services that are essential to the preservation of the going-concern value of its business.

16. With respect to the issue of adequate protection, prior to granting permission to use cash collateral on a non-consensual basis, a court must find that the secured creditor is adequately protected. 11 USC § 363. *In re ProAlert, LLC*, 314 BR 436, 444 (BAP 9th Cir. 2004). 11 USC §361 states that "replacement liens" constitute adequate protection. Debtor proposes a revolving replacement lien as the most appropriate form of adequate protection under the circumstances.

17. The debtor has attached a valuation of the Attached Brines as Exhibit "B" to this Motion. As stated in the Exhibit, the Attached Brines have a value of \$21,214.50 when valued at a \$0.50/gallon.

18. As debtor plans to continue to use or sell the mineral brine, as is appropriate in the normal course of business, the debtor agrees to provide a revolving security interest in any bulk mineral brines up to a value of \$21,214.50. Debtor further agrees to maintain inventories that would allow for the valuation to stay roughly equal to that at the time of the Writ of Attachment.

19. Because of the nature of the market for these concentrated bulk mineral brines is limited in their raw form, the value does not fluctuate greatly over periods of time. The entitlement to and measure of adequate protection is always determined by the extent of the anticipated or actual decrease in the value of the secured creditor's collateral during the bankruptcy case. *In re First South Savings Assoc.*, 820 F.2d 700, 710 (5th Cir.1987).

20. This particular asset, despite its regular use in the business process, is not subject to depreciation in the way other raw materials may. Thus, a replacement or revolving lien in the amount of its value at the time of attachment provides adequate protection.

21. Accordingly, debtor's proposed use of cash collateral, which will generate additional cash collateral, will not prejudice SLM, but instead will further protect and preserve the value of the collateral. Debtor seeks court approval of the proposed use of cash collateral.

PREPETITION PAYROLL CREDITORS

22. As of the Filing Date, the debtor's current employees were owed, or had accrued in their favor, various sums from the debtor for wages, commissions, and salaries (together, the "Compensation"). Items of compensation, which are the subject of this Motion, were due and owing on the filing date due to the fact that the normal payroll is paid trailing one week for accounting, including prior to the petition date. The chapter 11 petition was filed on a Monday, thus the previous week's wages are unpaid.

23. Pursuant to 11 USC §507(a)(4), prepetition claims for wages and salaries earned within 90 days prior to the filing date, up to a total of \$2,000 per employee, are entitled to priority treatment, and therefore to payment in full in the context of a Chapter 11 case. No employee which the Debtor seeks to pay by this Motion is entitled to in excess of \$2,000.

24. The debtor submits that this Motion should be granted as any delay in paying the Compensation will severely disrupt the debtor's relationship with its employees and irreparably impair their morale, at a time when their dedication, confidence, and cooperation are most critical. If the relief requested herein were not granted, many of the Employees would suffer financial difficulties as these monies are needed to enable them to meet their own personal obligations.

25. The debtor submits that the amounts requested for prepetition priority employee

Compensation are *de minimus* in the context of the total creditor claims in this case, but are essential to preserve the debtor as an ongoing business. The debtor therefore seeks authorization to pay, in the ordinary course of its business, all wages, salaries, and commissions earned by its employees for the prepetition period ended on Saturday, September 14, 2013 (including all federal, state and local payroll tax deductions and withholdings related thereto).

26. Annexed hereto as Exhibit "C" is the payroll and related expenses for the period from September 8, 2013 through September 14, 2013, showing the name of each employee, the gross earnings, and accrued vacation time. Vacation time shall not be paid out at this time, but will be paid in the ordinary course of business moving forward as requested. The total gross payroll, needed to be paid immediately and excluding accrued vacation time, is \$8,376.06.

27. Among those employees to be compensated are four (4) insiders: Bruce Anderson, Matthew Anderson, Corey Anderson, and Val Anderson.

28. In order to maintain the continuity of the business and to preserve the morale of its continuing labor force, it is essential that the debtor be permitted to pay to the employees the Compensation which has accrued as set forth herein.

PAYMENT OF REASONABLE COMPENSATION TO MANAGEMENT

29. Four equity security holders, Bruce Anderson, Matthew Anderson, Corey Anderson, and Val Anderson are involved in the management of the debtor. Their continuing attention and work is necessary to enable the debtor to continue to operate as they are intimately familiar with the debtor, its suppliers, vendors, and other business relationships.

30. Because the business is the sole source of income of these particular insiders, it is recognized that it is reasonable and necessary for them to continue to receive reasonable compensation in connection with their work.

31. The debtor intends to continue to make reasonable payments, in compensation for actual work performed, to Bruce, Matthew, Corey, and Val Anderson as they have received up to this point pending final approval of a plan. Any distributions to equity security holders, outside the due course of business, will be suspended until resolved through confirmation or further court approval.

WHEREFORE, the debtor requests that the Court enter an order authorizing the use of cash collateral, payment of prepetition wages, and continued payment of reasonable compensation to the insiders listed above as set forth herein, and for such other and further relief as is just.

DATED this 20th day of September, 2013.

THE RUDD FIRM, PC

/s/ Tyler D. Hawkes
Attorney for Debtor

CERTIFICATE OF SERVICE

I hereby certify that on September 20, 2013, I caused a copy of the foregoing motion to be sent on all parties listed on the 20 Largest Unsecured Claims list and the following:

US Trustee
Laurie Cayton

via ECF

Salt Lake Minerals LLC
950 W. Kershaw Ave., Unit F
Ogden, UT 84401

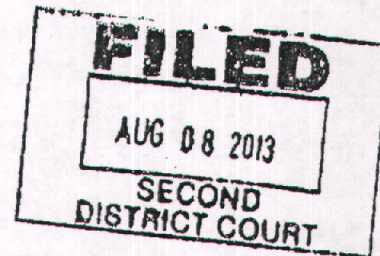
via First-Class Mail

THE RUDD FIRM, PC

/s/

EXHIBIT “A”

DONALD L. DALTON - 4305
DALTON & KELLEY, PLC
Attorneys for Defendants,
Counterclaim and Third-Party Plaintiffs
Post Office Box 58084
Salt Lake City, Utah 84158
Telephone: (801) 583-2510



AUG 15 2013

IN THE SECOND JUDICIAL DISTRICT COURT
WEBER COUNTY, STATE OF UTAH

MINERAL RESOURCES INTERNATIONAL,
INC.,

Plaintiff,

Vs.

SALT LAKE MINERALS, LLC, MINERALS-
4-HEALTH, LLC, SCHENK FAMILY
LIMITED PARTNERSHIP, DAVID SCHENK,
MITCH SHAW, LEROY SCHENK, FARLEY
QUIST, COUNTRY LANE SALES, INC.,

Defendants,

AND RELATED THIRD-PARTY ACTION.

ORDER GRANTING AND
DENYING DEFENDANTS'
AMENDED MOTION FOR PRE-
JUDGMENT WRITS OF
REPLEVIN, ATTACHMENT,
AND GARNISHMENT

Case No. 070900119 CN

Honorable Noel S. Hyde

Defendants' Amended Motion for Pre-Judgment Writs of Replevin, Attachment, and Garnishment came on for hearing before the Court on August 8, 2013, Donald L. Dalton appearing for Defendants who were present in person and through authorized representatives, Zane S. Froerer and Paul H. Johnson appearing for Plaintiff and Third Party Defendant who were also present in person and through authorized representatives.

The Court heard the arguments of counsel, having reviewed their written submissions on the matter. For the reasons stated by the Court at the hearing, IT IS HEREBY

ORDERED that pursuant to Utah R. Civ. Proc. 64, 64A, 64B and 64D, Defendants' Motion for Pre-Judgment Writs of Replevin and Garnishment is DENIED.

AND FURTHER ORDERED that pursuant to Utah R. Civ. Proc. 64, 64A and 64C, Defendants' Motion for Prejudgment Writ of Attachment is GRANTED.

AND FURTHER ORDERED that a Writ of Attachment shall immediately issue in favor of Defendants against any concentrated mineral brine stored in bulk at Plaintiff's facility in 1-5 gallon bottles, 55 gallon drums, 250 gallon totes, and 5-10,000 gallon tanks (the "Assets").

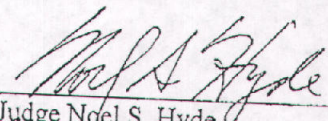
AND FURTHER ORDERED that pursuant to Utah R. Civ. Proc. 64(c)(3), Plaintiff and those in active concert or participation with it are immediately, as of 12:30 p.m., August 8, 2013, restrained from transferring, disposing of or interfering with the Assets except in the case of bona fide full cash sales in the ordinary course of Plaintiff's business.

AND FURTHER ORDERED that until further order of the Court, Plaintiff shall retain all cash generated from the sales authorized in the preceding paragraph and not use it for any purpose whatsoever.

AND FURTHER ORDERED that pursuant to Utah R. Civ. Proc. 64(b)(1), no security is required for the issuance of the Writ of Attachment.

DATED this 15th day of August, 2013.

BY THE COURT



Judge Noel S. Hyde
Second Judicial District Court

CERTIFICATE OF SERVICE

THIS WILL CERTIFY that I caused a true and correct copy of the within and foregoing, "(Proposed) Order Granting and Denying Defendants' Amended Motion for Pre-Judgment Writs of Replevin, Attachment, and Garnishment," to be e-filed this 8th day of August, 2013, with service to:

Mark L. Anderson
Anderson/Kidman
977 South Orem Blvd.
Orem UT 84058

Paul H. Johnson
Mineral Resources International, Inc.
1990 West 3300 South
Ogden UT 84401

Zane S. Froerer
Nathan J. Carroll
Froerer & Associates, PLLC
2610 Washington Blvd.
Ogden UT 84401

/s/ Donald L. Dalton

The Order of Court is stated below:

Dated: August 15, 2013
05:19:04 PM

/s/ Noel S. Hyde
District Court Judge



DONALD L. DALTON – 4305
DALTON & KELLEY, PLC
Attorneys for Defendants,
Counterclaim and Third-Party Plaintiffs
Post Office Box 58084
Salt Lake City, Utah 84158
Telephone: (801) 583-2510

IN THE SECOND JUDICIAL DISTRICT COURT

WEBER COUNTY, STATE OF UTAH

MINERAL RESOURCES INTERNATIONAL,
INC.,

Plaintiff,

Vs.

SALT LAKE MINERALS, LLC, MINERALS-
4-HEALTH, LLC, SCHENK FAMILY
LIMITED PARTNERSHIP, DAVID SCHENK,
MITCH SHAW, LEROY SCHENK, FARLEY
QUIST, COUNTRY LANE SALES, INC.,

Defendants,

AND RELATED THIRD-PARTY ACTION.

PRE-JUDGMENT WRIT OF
ATTACHMENT

Case No. 070900119 CN

Honorable Noel S. Hyde

TO: WEBER COUNTY SHERIFF'S OFFICE
Civil Bureau

721 West 12th Street
Ogden UT 84404

1. This writ is to attach property of Mineral Resources International, Inc., 1990 West 3300 South, Ogden UT 84401 ("MRI").

1. The attachment is to secure payment of judgment expected to be entered against MRI in the amount of \$998,687.50.

1. YOU ARE DIRECTED TO ATTACH the following property or so much thereof as is clearly sufficient to satisfy the amount to be secured by the attachment:

Any concentrated mineral brine stored in bulk at MRI's facility in 1-5 gallon bottles, 55 gallon drums, 250 gallon totes, and 5-10,000 gallon tanks.

DATED this _____ day of August, 2013.

CLERK OF THE COURT

By _____
Deputy Clerk

CERTIFICATE OF SERVICE

THIS WILL CERTIFY that I caused a true and correct copy of the within and foregoing,
“(Proposed) Writ of Attachment,” to be e-filed this 8th day of August, 2013, with service to:

Mark L. Anderson
Anderson/Kidman
977 South Orem Blvd.
Orem UT 84058

Paul H. Johnson
Mineral Resources International, Inc.
1990 West 3300 South
Ogden UT 84401

Zane S. Froerer
Nathan J. Carroll
Froerer & Associates, PLLC
2610 Washington Blvd.
Ogden UT 84401

/s/ Donald L. Dalton

EXHIBIT “B”

Concentrated Mineral Brine Inventory at Time of Attachment

Tank	Product	gallons	\$ 0.50 / gallon	extended \$
Q-01	4005-100	6400	\$ 0.50	\$ 3,200.00
Q-03	55468	6000	\$ 0.50	\$ 3,000.00
Q-05	4002-100	5672	\$ 0.50	\$ 2,836.00
Q-06	4002-100	5893	\$ 0.50	\$ 2,946.50
Q-08	4034-100	3678	\$ 0.50	\$ 1,839.00
Q-10	55468	5500	\$ 0.50	\$ 2,750.00
Q-11	55466	300	\$ 0.50	\$ 150.00
Q-12	55466	200	\$ 0.50	\$ 100.00
Q-13	4003-100	2106	\$ 0.50	\$ 1,053.00
Q-15	55464	90	\$ 0.50	\$ 45.00
Q-16	55464	1400	\$ 0.50	\$ 700.00
Q-18	55468	100	\$ 0.50	\$ 50.00
Q-19	4005-100	1400	\$ 0.50	\$ 700.00
A-1	55044	470	\$ 0.50	\$ 235.00
M-2	4005-100	2100	\$ 0.50	\$ 1,050.00
M-3	4001-100	1000	\$ 0.50	\$ 500.00
M-4	4003-100	120	\$ 0.50	\$ 60.00

Total Value \$ 21,214.50

EXHIBIT “C”

Employee	Address	Owed for Hours Worked 9/8/13 - 9/15/13 (gross amount)	accrued Vacation as of 9/15/2013	TOTAL CLAIM
red indicates furloughed employees				
Alder, Steven	3901 S. 2275 W., Roy, UT 84067	\$ -	\$ -	\$ -
Anderson, Bruce	4540 W 4350 S., West Haven, UT 84401	\$ 1,444.72	\$ 4,108.79	\$ 5,553.51
Anderson, Chieko	4977 W 3450 S, West Haven, UT 84401	\$ 220.20	\$ 38.77	\$ 258.97
Anderson, Corey	1212 N 575 W, Clinton, UT 84015	\$ -	\$ 1,882.06	\$ 1,882.06
Anderson, Daniel	4977 W 3450 S, West Haven, UT 84401	\$ 142.54	\$ 145.86	\$ 288.40
Anderson, Erik	4977 W 3450 S, West Haven, UT 84401	\$ -	\$ -	\$ -
Anderson, Jared	1212 N 575 W, Clinton, UT 84015	\$ 89.87	\$ 8.10	\$ 97.97
Anderson, Jay	4540 W 4350 S., West Haven, UT 84401	\$ 207.92	\$ 110.49	\$ 318.41
Anderson, Karie	1311 E 2500 N, North Ogden, UT 84414	\$ -	\$ -	\$ -
Anderson, Matthew T.	4977 W 3450 S, West Haven, UT 84401	\$ 1,736.00	\$ 3,756.24	\$ 5,492.24
Anderson, Mindy	4540 W 4350 S., West Haven, UT 84401	\$ 192.70	\$ 5.02	\$ 197.72
Anderson, Sarin	4540 W 4350 S., West Haven, UT 84401	\$ -	\$ -	\$ -
Anderson, Seth	4540 W 4350 S., West Haven, UT 84401	\$ -	\$ -	\$ -
Anderson, Susan	4540 W 4350 S., West Haven, UT 84401	\$ 410.09	\$ 1,383.03	\$ 1,793.12
Anderson, Val	1311 E 2500 N, North Ogden, UT 84414	\$ 1,047.80	\$ 6,491.66	\$ 7,539.46
Anderson-Cardwell, Marysa	2383 Orchard Place, Bountiful, UT 84010	\$ -	\$ -	\$ -
Archer, Jesse	3916 S. 2275 W., Roy, UT 84067	\$ 113.94	\$ 1,254.89	\$ 1,368.83
Bucaro, Herbert	2077 Evans Cove Loop, Layton, UT 84041	\$ 138.51	\$ 6.98	\$ 145.49
Bucaro, Herson Edwardo	2077 Evans Cove Loop, Layton, UT 84041	\$ 106.02	\$ 7.06	\$ 113.08
Campbell, Rachael	1551 W Riverdale Rd., Riverdale, UT 84401	\$ -	\$ -	\$ -
Dalebout, Leshia	2298 S. Linda Way, Perry, UT 84302	\$ -	\$ 15.40	\$ 15.40
Dickson, Allan L.	3483 W. 2500 N. Plain City, UT 84404	\$ 180.81	\$ 44.61	\$ 225.42
Francis, Jennifer K	1058 W. 2450 S., Perry, UT 84302	\$ 166.53	\$ 620.30	\$ 786.83
Hoferitza, Michele	3882 Formby Drive, Syracuse, UT 84075	\$ 30.00	\$ 497.92	\$ 527.92
Hulme, David	513 E. 1700 N., North Ogden, UT 84414	\$ 242.16	\$ 1,737.91	\$ 1,980.07
Jensen, David G.	1191 Vaihalla Drive, Clearfield, UT 84015	\$ 66.77	\$ 2,527.51	\$ 2,594.28
Johnson, Paul	715 S 400 E, East Farmington, UT 84025	\$ 133.93	\$ 828.46	\$ 962.39
Kap, Lacey W.	3949 N. 650 W., Pleasant View, UT 84414	\$ 306.75	\$ 1,201.11	\$ 1,507.86
Kaufmann, Sarah	PO Box 981194, Park City, UT 84098	\$ -	\$ -	\$ -
Mann, Karen	2769 N. 1525 E., Layton, UT 84040	\$ -	\$ 1,239.04	\$ 1,239.04
McDonald, Kristine	2172W. 4950S., Roy, UT 84067	\$ -	\$ -	\$ -
Murray, Adam	1358 N. 2530 W., Clinton, UT 84015	\$ 146.40	\$ 14.09	\$ 160.49
Petersen, Gretchen A.	3229 E. 5300 N., Liberty, UT 84310	\$ 173.21	\$ 217.29	\$ 390.50
Phillips, Kent L.	PO Box 455, Kaysville, UT 84037	\$ 223.11	\$ 2,266.15	\$ 2,489.26
Purser, Ronald G.	1264 Craig Circle, Ogden, UT 84404	\$ 33.97	\$ 2,694.50	\$ 2,728.47
Riedel, Tonya	1684 S 1085 E, Ogden, UT 84404	\$ 242.71	\$ 91.92	\$ 334.63
Rodriguez, Jeannie	846 W 4150 S, Riverdale, UT 84405	\$ 222.04	\$ 35.18	\$ 257.22
Salazar, Julia	3351 W 4825 S, Roy, UT 84067	\$ 263.11	\$ 1,402.76	\$ 1,665.87
Salazar, Michael	3351 W 4825 S, Roy, UT 84067	\$ -	\$ -	\$ -
Sims, Iwalani	4855 W 3000 S, Taylor, UT 84401	\$ -	\$ -	\$ -
Sims, Sarah	3507 S 2700 W, West Haven, UT 84401	\$ -	\$ 21.29	\$ 21.29
VanMeeteren, Taylor	4630W. 1150S., Ogden, UT 84404	\$ -	\$ -	\$ -
Woolsey, Ronald C.	2591 W 4800 S Unit B, Roy, UT 84067	\$ 94.25	\$ 22.47	\$ 116.72
* Red indicates employees who have been furloughed or layed-off		\$ 8,376.06	\$ 34,676.86	\$ 43,031.63